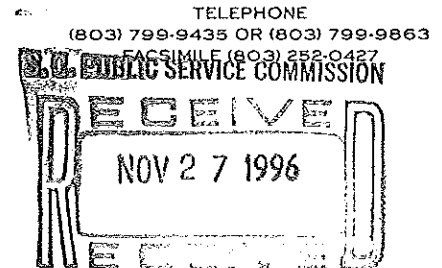


LAW OFFICES
WILLIAM FREDERICK AUSTIN
1022 CALHOUN STREET
POST OFFICE BOX 12396
COLUMBIA, SOUTH CAROLINA 29211



WILLIAM FREDERICK AUSTIN
RICHARD LEE WHITT

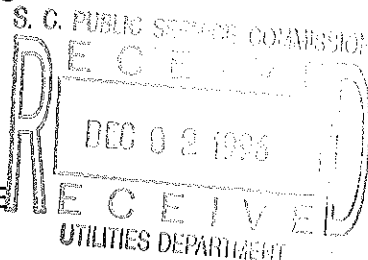
November 27, 1996



The Honorable Charles W. Ballentine
Executive Director
111 Doctor's Circle
Columbia, South Carolina 29203

HAND DELIVERED

Re: Docket No.: 96-329-E
Informational Filing



Dear Mr. Ballentine:

Enclosed, relevant to the above referenced matter, is a copy of a certificate of liability insurance for Northbrook Carolina Hydro, LLC, (hereinafter "Northbrook") the co-petitioner in the above referenced docket. This certificate shows that Northbrook has liability insurance currently in effect in amounts from \$1,000,000.00 to \$10,000,000.00 for covered events of liability. Please disseminate this information to interested Commissioners as appropriate.

Duke Power Company (Duke) will be entering into contracts, at the transaction closing, to purchase electricity from each facility for an initial term of seven years. Thus, Northbrook has a source of revenue and a long-term interest in being a good corporate citizen in South Carolina.

Additionally, Duke would re-iterate the information contained in the Joint Petition filed in the above referenced docket as follows:

Transferee/Northbrook has the financial support of its parent companies, including Northern States Power Company, which can support the financial needs of the operations of the Transferee/Northbrook. Northern States Power Company is the tenth largest publicly traded utility company in the United States. In 1993, Northern States Power Company had approximately 1.8 million electric and natural gas customers and operated in five (5) states. Northern States Power Company reported revenues for 1995 in excess of 2.5 billion dollars.

The interests of the citizens of South Carolina are duly protected as discussed above.

The Honorable Charles W. Ballentine
November 27, 1996
Page Two

If you should have any questions or need additional information, please do not hesitate to contact me. With kind personal regards, I am

Very truly yours,

A handwritten signature in black ink, appearing to read "R. L. Whitt". The signature is fluid and cursive, with the first name "R" and last name "Whitt" being the most prominent parts.

Richard L. Whitt

RLW:tct
Enclosures

cc: The Honorable Gary E. Walsh (w/enclosure)
F. David Butler, Esquire (w/enclosure)

PRODUCER Alper Services Inc. 60 West Superior Street Chicago, IL 60610	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.	
	COMPANIES AFFORDING COVERAGE	
	COMPANY A	Federal Insurance
	COMPANY B	
INSURED Northbrook Carolina Hydro LLC. Northbrook Energy LLC. Omega Energy LLC.	COMPANY C	
	COMPANY D	

COVERAGES

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A	GENERAL LIABILITY	3710-70-52	12/19/95	12/19/96	GENERAL AGGREGATE \$ 2,000,000
	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY				PRODUCTS - COMP/OP AGG \$ 1,000,000
	<input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR				PERSONAL & ADV INJURY \$ 1,000,000
	OWNERS & CONTRACTORS PROT				EACH OCCURRENCE \$ 1,000,000
					FIRE DAMAGE (Any one fire) \$ 100,000
					MED EXP (Any one person) \$ 10,000
	AUTOMOBILE LIABILITY				COMBINED SINGLE LIMIT \$
	<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per person) \$
	<input type="checkbox"/> ALL OWNED AUTOS				BODILY INJURY (Per accident) \$
	<input type="checkbox"/> SCHEDULED AUTOS				PROPERTY DAMAGE \$
	<input type="checkbox"/> HIRED AUTOS				
	GARAGE LIABILITY				AUTO ONLY - EA ACCIDENT \$
	<input type="checkbox"/> ANY AUTO				OTHER THAN AUTO ONLY: \$
					\$
					\$
A	EXCESS LIABILITY	7971-56-78	12/19/95	12/19/96	EACH OCCURRENCE \$ 10,000,000
	<input type="checkbox"/> UMBRELLA FORM				AGGREGATE \$ 10,000,000
	<input type="checkbox"/> OTHER THAN UMBRELLA FORM				\$
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY	7838-97-46	12/19/95	12/19/96	WC STATUTORY LIMITS \$
	THE PROPRIETOR/PARTNER/EXECUTIVE OFFICERS ARE: <input type="checkbox"/> INCL <input type="checkbox"/> EXCL				EL EACH ACCIDENT \$ 500,000
					EL DISEASE - POLICY LIMIT \$ 500,000
					EL DISEASE - EA EMPLOYEE \$ 500,000
					OTHER

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

Additional Insured with respect to General Liability: Duke Power Co.
 Additional Insured and Loss Payee.

Charlotte N.C. Lendor: LaSalle National Bank

CERTIFICATE HOLDER

Duke Power Co.
 Charlotte N.C.

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

John A. Hamilton, Alper Services, Inc.